

**DRAFT DECISIONS
OF ANNUAL GENERAL MEETING OF SHAREHOLDERS
OF OJSC “URALKALI”**

Agenda of the Annual General Meeting of Shareholders

1. On the procedure of the Annual General Meeting of Shareholders of OJSC "Uralkali".
2. On approval of the Annual Report for 2008.
3. On approval of the Annual Accounting Statements of OJSC "Uralkali" for 2008.
4. On profit distribution by results of 2008.
5. On election of the Auditing Commission members of OJSC “Uralkali”.
6. On approval of the Auditor of OJSC “Uralkali”.
7. On election of OJSC “Uralkali” Board of Directors members.
8. On approval of the transactions which may be concluded by OJSC “Uralkali” in the course of its usual business activity (pursuant to Item 6 of Article 83 of the Federal Law “On Joint Stock Companies”) and which are the interested party transactions.

AGENDA ITEM No 1. On the procedure of the Annual General Meeting of Shareholders of OJSC "Uralkali"

Draft decision:

To approve the procedure of the Annual General Meeting of Shareholders of OJSC "Uralkali".

AGENDA ITEM No 2. On approval of the Annual Report for 2008

Draft decision:

To approve the Annual Report of OJSC "Uralkali" for 2008.

AGENDA ITEM No 3. On approval of the Annual Accounting Statements of OJSC "Uralkali" for 2008

Draft decision:

To approve the Annual Accounting Statements of OJSC "Uralkali" for 2008.

AGENDA ITEM No 4. On profit distribution by results of 2008

Draft decision:

To approve the profit distribution of OJSC Uralkali by results of 2008:

1. Not to pay to the members of the Board of Directors the remuneration by results of OJSC Uralkali's activity for the year of account, provided by the Regulations on the Board of Directors of OJSC Uralkali (approved by the decision of the General Meeting of Shareholders of OJSC Uralkali, MOM No 13 dated 28.06.2002).

2. Pursuant to the Regulations on the Audit Committee of the Board of Directors of OJSC Uralkali and the Regulations on the Information Disclosure Committee of the Board of Directors of OJSC Uralkali, the Regulations on the Human Resources and Remuneration Committee of the Board of Directors of OJSC Uralkali to assign the amount at the rate of RUR 14 464,4 thousand for payment of remuneration to the Board members who are the Independent Directors, for their activities as Board Committees members.

3. No to distribute the remaining part of the profit by the results of 2008 at the rate of RUR 20 967 560,2 thousand (the amount excluding the part of the profit distributed as dividends by the results of the first half of 2008).

AGENDA ITEM No 5. On election of the Auditing Commission members of OJSC “Uralkali”

Draft decision:

To elect to the Auditing Commission of OJSC “Uralkali”:

AGENDA ITEM No 6. On approval of the Auditor of OJSC “Uralkali”

Draft decision:

To approve the Limited Liability Company auditing firm “Buhgalterskie Auditorskie Traditsii – audit” (LLC Auditing Firm “BAT-audit”) as the Auditor of OJSC “Uralkali” for 2009.

AGENDA ITEM No 7. On election of OJSC “Uralkali” Board of Directors members

Draft decision:

To elect to the Board of Directors of OJSC “Uralkali”:

AGENDA ITEM No 8. On approval of the transactions which may be concluded by OJSC “Uralkali” in the course of its usual business activity (pursuant to Item 6 of Article 83 of the Federal Law “On Joint Stock Companies”) and which are the interested party transactions

Draft decision:

8.1. To approve the conclusion between OJSC “Uralkali” (Customer) and OJSC “Galurgia” (Contractor, Performer) of work contracts (including the work contracts for design and survey works), contracts for research and development works, contracts for engineering development and process design works as the interested party transactions; and which may be concluded in the future by OJSC “Uralkali” in the course of its usual business activity, having determined that the ceiling amount to which the specified transactions may be concluded is RUR 900 million.

8.2. To approve the conclusion between OJSC “Uralkali” (Customer) and the Contractors (Performers): (1) LLC “SMT “BShSU” and (or) (2) CJSC “Novaya Nedvizhimost” and (or) (3) LLC “Vagonoe Depo Balahontsy” and (or) (4) LLC “Satellit-Service” of work contracts, paid service contracts as the interested party transactions; and which may be concluded in the future by OJSC “Uralkali” in the course of its usual business activity, having determined that the ceiling amount to which the specified transactions may be concluded is RUR 4800 million.

8.3. To approve the conclusion between OJSC “Uralkali” (Customer) and LLC “Polyclinic Uralkali-Med” (Performer) of paid service contracts as the interested party transactions; and which may be concluded in the future by OJSC “Uralkali” in the course of its usual business activity, having determined that the ceiling amount to which the specified transactions may be concluded is RUR 35 million.

8.4. To approve the conclusion between OJSC “Uralkali” (Customer) and the Sellers: (1) LLC “Mashinostroitelnoe predpriyatie “Kurs” and (or) (2) LLC “SMT “BShSU” and (or) (3) LLC “Satellit-Service” and (or) (4) CJSC “Avtotranskali” and (or) (5) LLC “Vagonoe Depo Balahontsy” and (or) (6) CJSC Novaya Nedvizhimost” of sales contracts as the interested party transactions; and which may be concluded in the future by OJSC “Uralkali” in the course of its usual business activity, having determined that the ceiling amount to which the specified transactions may be concluded is RUR 1200 million.

8.5. To approve the conclusion between OJSC “Uralkali” (Seller) and the Customers: (1) LLC “SMT “BShSU” and (or) (2) CJSC “Avtotranskali” and (or) (3) LLC “Vagonoe Depo Balahontsy” and (or) (4) CJSC Novaya Nedvizhimost” of sales contracts as the interested party transactions; and which may be concluded in the future by OJSC “Uralkali” in the course of its usual business activity, having determined that the ceiling amount to which the specified transactions may be concluded is RUR 100 million.

8.6. To approve the conclusion between OJSC “Uralkali” (Lessor) and the Lessees: (1) LLC “SMT “BShSU” and (or) (2) LLC “Vagonoe Depo Balahontsy” and (or) (3) CJSC “Avtotranskali” and (or) (4) LLC “Satellit-Service” and (or) (5) LLC “Polyclinic Uralkali-Med” of lease contracts as the interested party transactions; and which may be concluded in the future by OJSC “Uralkali” in the course of its usual business activity, having determined that the ceiling amount to which the specified transactions may be concluded is RUR 155 million.

8.7. To approve the conclusion between OJSC “Uralkali” (Sublicensee) and LLC “Satellit-Service” (Sublicensor) of sublicense contracts as the interested party transactions; and which may be concluded in the future by OJSC “Uralkali” in the course of its usual business activity, having determined that the ceiling amount to which the specified transactions may be concluded is RUR 20 million.